

May Phillip R Jr
Form 4
December 06, 2018

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
May Phillip R Jr

2. Issuer Name and Ticker or Trading Symbol
ENTERGY CORP /DE/ [ETR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
12/04/2018

____ Director _____ 10% Owner
____ Officer (give title below) Other (specify below)
"Officer" Under Sec. 16 Rules

C/O ENTERGY CORPORATION
LEGAL DEPARTMENT, 639
LOYOLA AVENUE, 26TH FLOOR

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

NEW ORLEANS, LA 70113

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	12/04/2018		M	2,300	\$ 71.3	14,240	D
Common Stock	12/04/2018		S ⁽¹⁾	2,300	\$ 89	11,940	D
Common Stock	12/04/2018		M	2,000	\$ 64.6	13,940	D
Common Stock	12/04/2018		S ⁽¹⁾	2,000	\$ 88	11,940	D
Common Stock	12/04/2018		M	3,000	\$ 63.17	14,940	D

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Common Stock	12/04/2018	S ⁽¹⁾	3,000	D	\$ 89	11,940	D	
Common Stock	12/04/2018	M	3,000	A	\$ 70.53	14,940	D	
Common Stock	12/04/2018	S ⁽¹⁾	3,000	D	\$ 88	11,940	D	
Common Stock						6,755	I	By 401(k)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 71.3	12/04/2018		M	2,300	<u>(2)</u>	<u>(2)</u>	Common Stock	2,300
Employee Stock Option (Right to Buy)	\$ 64.6	12/04/2018		M	2,000	<u>(3)</u>	01/31/2023	Common Stock	2,000
Employee Stock Option (Right to Buy)	\$ 63.17	12/04/2018		M	3,000	<u>(4)</u>	01/30/2024	Common Stock	3,000
Employee Stock	\$ 70.53	12/04/2018		M	3,000	<u>(5)</u>	01/26/2027	Common Stock	3,000

Option
(Right to
Buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
May Phillip R Jr C/O ENTERGY CORPORATION LEGAL DEPARTMENT 639 LOYOLA AVENUE, 26TH FLOOR NEW ORLEANS, LA 70113				"Officer" Under Sec. 16 Rules

Signatures

/s/ Daniel T. Falstad by power of attorney 12/06/2018

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 5, 2018.
 - (2) The options vested in three equal annual installments on January 26, 2013, 2014 and 2015.
 - (3) The options vested in three equal annual installments on January 31, 2014, 2015 and 2016.
 - (4) The options vested in three equal annual installments on January 30, 2015, 2016 and 2017.
 - (5) The options vested on January 26, 2018.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.